



BellSouth Telecommunications, Inc.

333 Commerce Street
Suite 2101
Nashville, TN 37201-3300

guy.hicks@bellsouth.com

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REGULATORY AUTH.

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OFFICE OF THE
EXECUTIVE SECRETARY

Guy M. Hicks
General Counsel

615 214 6301
Fax 615 214 7406

May 21, 2002

Mr. David Waddell
Executive Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

Re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and e.spire COMMUNICATIONS, INC. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996.*
Docket No. 02-00511 **02-00609**

Dear Mr. Waddell:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, e.spire Communications, Inc. and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority the original and thirteen copies of the attached Petition for Approval of the Amendment to the Interconnection Agreement dated July 25, 2000. The Amendment modifies the Notice provision in the Agreement.

Thank you for your attention to this matter.

Sincerely yours,

Guy M. Hicks

cc: James C. Falvey, e.spire COMMUNICATIONS, INC.

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

In re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and e.spire Communications, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*

Docket No. 02-005T1 *02-00609*

PETITION FOR APPROVAL OF THE
AMENDMENT TO THE INTERCONNECTION AGREEMENT
NEGOTIATED BETWEEN BELL SOUTH TELECOMMUNICATIONS, INC.
AND e.spire COMMUNICATIONS, INC.
PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996

COME NOW, e.spire Communications, Inc. ("e.spire") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendment to the Interconnection Agreement dated July 25, 2000 (the "Amendment") negotiated between the two companies pursuant to Sections 251 and 252 of the Telecommunications Act of 1996, (the "Act"). In support of their request, e.spire and BellSouth state the following:

1. e.spire and BellSouth have successfully negotiated an agreement for interconnection of their networks, the unbundling of specific network elements offered by BellSouth and the resale of BellSouth's telecommunications services to e.spire. The Interconnection Agreement was approved by the Tennessee Regulatory Authority ("TRA") on November 7, 2000.
2. The parties have recently negotiated an Amendment to the Agreement. The Amendment modifies the Notice provision in the Agreement. A copy of the Amendment is attached hereto and incorporated herein by reference.
3. Pursuant to Section 252(e) of the Telecommunications Act of 1996, e.spire and BellSouth are submitting their Amendment to the TRA for its consideration and

approval. The Amendment provides that either or both of the parties is authorized to submit this Amendment to the TRA for approval.

4. In accordance with Section 252(e) of the Act, the TRA is charged with approving or rejecting the negotiated Amendment between BellSouth and e.spire within 90 days of its submission. The Act provides that the TRA may only reject such an agreement if it finds that the agreement or any portion of the agreement discriminates against a telecommunications carrier not a party to the agreement or the implementation of the agreement or any portion of the agreement is not consistent with the public interest, convenience and necessity.

5. e.spire and BellSouth aver that the Amendment is consistent with the standards for approval.

6. Pursuant to Section 252(i) of the Act, BellSouth shall make the Agreement available upon the same terms and conditions contained therein.

e.spire and BellSouth respectfully request that the TRA approve the Amendment negotiated between the parties.

This 22nd day of MAY, 2002.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.

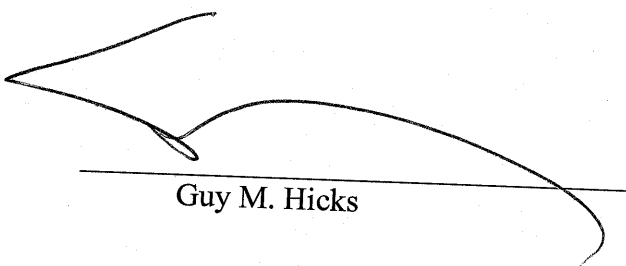
By: 

Guy M. Hicks
333 Commerce Street, Suite 2101
Nashville, Tennessee 37201-3300
(615) 214-6301
Attorney for BellSouth

CERTIFICATE OF SERVICE

I, Guy M. Hicks, hereby certify that I have served a copy of the foregoing Petition for Approval of the Amendment to the Interconnection Agreement on the following via United States Mail on the 21 day of May, 2002:

James C. Falvey
Senior Vice President – Regulatory Affairs
e.spire Communications, Inc.
7125 Columbia Gateway Drive, Suite 200
Columbia, MD 21046



Guy M. Hicks

AMENDMENT
TO THE
AGREEMENT BETWEEN
E.SPIRE COMMUNICATIONS, INC. AND
BELL SOUTH TELECOMMUNICATIONS, INC.
DATED JANUARY 1, 2000

Pursuant to this Agreement (the "Amendment"), e.spire Communications, Inc. ("e.spire") and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties", hereby agree to amend that certain Interconnection Agreement between the Parties dated January 1, 2000 ("Agreement").

WHEREAS, BellSouth and e.spire entered into an Interconnection Agreement on January 1, 2000, and;

NOW THEREFORE, in consideration of the mutual promises and covenants contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. The General Terms and Conditions – Part A, Section 53.1, is hereby amended to change the e-spire contact information as follows:

e.spire Communications, Inc.

Mr. James C. Falvey
Senior Vice President-Regulatory Affairs
e.spire Communications, Inc.
7125 Columbia Gateway Drive, Suite 200
Columbia, MD 21046

2. All of the other provisions of the Agreement, dated January 1, 2000, shall remain in full force and effect.
3. Either or both of the Parties are authorized to submit this Amendment to the respective state regulatory authorities for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties hereto have caused this Amendment to be executed by their respective duly authorized representatives on the date indicated below.

e.spire Communications, Inc.

By: James C. Falvey
Name: James C. Falvey
Title: SVP-Regulatory Affairs
Date: 4/22/02

BellSouth Telecommunications, Inc.

By: C.W. Boltz
Name: C.W. BOLTZ
Title: MANAGING DIRECTOR
Date: 5/1/02